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16 Attorneys for Plaintiff

11 UNITED STATES DISTRICT COURT
12 NORTHERN DISTRICT OF CALIFORNIA
13 SAN JOSE DIVISION

14 SUNANDA A. DESAI, as Trustee of and for the
15 SUNANDA A. DESAI REVOCABLE TRUST,
16 Derivatively on Behalf of Nominal Defendant
17 FOUNDRY NETWORKS, INC.,

18 Plaintiff,

19 v.

20 BOBBY R. JOHNSON, JR., LAURENCE L.
21 AKIN, TIMOTHY D. HEFFNER, KEN K.
22 CHENG, KARL D. TRIEBES, LEE CHEN,
23 WILLIAM S. KALLAOS, ROBERT W.
24 SHACKLETON, C. NICHOLAS KEATING,
25 ALFRED J. AMOROSO and J. STEVEN
26 YOUNG,

27 Defendants,

28 and,

FOUNDRY NETWORKS, INC.,

Nominal Defendant.

Case No. C06-05598 RMW

**STIPULATION SETTING
SCHEDULE FOR FILING OF
CONSOLIDATED COMPLAINT**

JEANNE MCDONALD, Derivatively on Behalf
of Nominal Defendant FOUNDRY
NETWORKS, INC.,

Plaintiff,

v.

BOBBY R. JOHNSON, JR., LAURENCE L.
AKIN, TIMOTHY D. HEFFNER, KEN K.
CHENG, KARL D. TRIEBES, LEE CHEN,
WILLIAM S. KALLAOS, ROBERT W.
SHACKLETON, C. NICHOLAS KEATING,
ALFRED J. AMOROSO and J. STEVEN
YOUNG,

Defendants,

and

FOUNDRY NETWORKS, INC.,

Nominal Defendant.

Case No.C06-06099 JW

DAVID M. JACKSON, Derivatively on Behalf
of Nominal Defendant FOUNDRY
NETWORKS, INC.,

Plaintiff,

v.

LAWRENCE L. AKIN, ALFRED J.
AMOROSO, LEE CHEN, KEN K. CHENG,
ALAN L. EARHART, TIMOTHY D.
HEFFNER, BOBBY R. JOHNSON, C.
NICHOLAS KEATING, WILLIAM S.
KALLAOS, ROBERT W. SHACKLETON,
KARL D. TRIEBES, PAUL L. TWOMBLY and
J. STEVEN YOUNG,

Defendants,

and

FOUNDRY NETWORKS, INC.,

Nominal Defendant.

Case No.C06-06509 SI

WHEREAS, there are three related shareholder derivative actions on behalf of Nominal Defendant Foundry Networks, Inc. ("Foundry") pending in this District (the "Derivative Actions"):

Abbreviated Case Name	Case Number	Date Filed
<i>Desai v. Johnson, et al.</i>	C06-05598 - RMW	September 12, 2006
<i>McDonald v. Johnson, et al.</i>	C06-06099 - JW	September 28, 2006
<i>Jackson v. Akin, et al.</i>	C06-06509 - SI	October 18, 2006

WHEREAS, the Derivative Actions arise out of the same transactions and occurrences, involve the same or substantially similar issues of law and fact, name the same or substantially same defendants and, therefore, should be consolidated for all purposes;

WHEREAS, counsel for Plaintiffs and Defendants and Nominal Defendant Foundry Networks, Inc. (collectively "Defendants") have met and conferred and have agreed to a schedule for filing a Consolidated Complaint and for Defendants' response to the Consolidated Complaint, including briefing any motion directed at the Consolidated Complaint; and

WHEREAS, the agreed-upon schedule is not for the purpose of delay, promotes judicial efficiency, and will not cause prejudice to any party.

THEREFORE, IT IS STIPULATED AND AGREED by Plaintiffs and Defendants, through their respective counsel of record, as follows:

1. Plaintiffs shall no later than 30 days from the entry of an order consolidating all of the Derivative Actions¹ and any other derivative actions arising out of the same transactions and occurrences, involving the same or substantially similar issues of law and fact, naming the same or substantially same defendants which are filed prior to entry of the consolidation order (including derivative actions filed to date), and appointing lead plaintiff and lead counsel, file and serve a Consolidated Complaint which will supersede all existing complaints filed in the Derivative Actions. Defendants need not respond to any of the current or pre-existing complaints in the Derivative Actions.

2. Defendants shall answer or otherwise respond to the Consolidated Complaint no later than 60 days from the date of service.

¹ Defendants do not take any position as to the appointment of lead plaintiff or lead counsel.

3. In the event that Defendants file and serve any motion directed at the Consolidated Complaint, Plaintiffs shall file and serve their opposition within 30 days after the service of the motion.

4. If Defendants file and serve a reply to Plaintiffs' opposition, they will do so within 30 days after service of the opposition.

5. The parties agree that, by entering into this Stipulation, they have not waived any claim, argument, or defense they may have in this action and that nothing in this Stipulation limits the rights of any party to take any action not inconsistent with its express terms.

IT IS SO STIPULATED.

I, Kathryn A. Schofield, am the ECF User whose identification and password are being used to file the Stipulation in compliance with General Order 45.X.B, hereby attest that the other signatories have concurred in this filing.

Dated: November 9, 2006

BRAMSON, PLUTZIK, MAHLER &
BIRKHAEUSER, LLP

By: /s/ Kathryn A. Schofield
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Counsel for Plaintiffs Desai and McDonald

1 Dated: November 9, 2006

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15 *Counsel for Plaintiff Jackson*

16 Dated: November 9, 2006

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23 *Counsel for Defendants*

24 * * *

25 **ORDER**

26 PURSUANT TO STIPULATION, IT IS SO ORDERED.

27 DATED: 11/17/06

/s/ Ronald M. Whyte